

**RESOLUTION R-2020-19**

**A RESOLUTION AUTHORIZING A CONTRACT WITH BRENNAN, MANNA & DIAMOND, LLC AND REITZ, PAUL & SHORR PERTAINING TO THE PENDING PURDUE PHARMA L.P. BANKRUPTCY AND DECLARING AN EMERGENCY.**

**WHEREAS**, the Village of Windham may be entitled to past and future damages related to the settlement of the class action claims against Purdue Pharma L.P. related to misfeasance, nonfeasance and malfeasance in the manufacturing, selling and advertising of opioids;

**WHEREAS**, Purdue Pharma, L.P. has filed for Chapter 11 bankruptcy in the United States Bankruptcy Court for the Southern District of New York; and

**WHEREAS**, the Village of Windham must protect its interests in the claims against Purdue Pharma L.P. by filing a Proof of Claim against Purdue Pharma L.P. related to the past and future damages incurred by the Village of Windham for costs incurred for Child Welfare & Adolescent Services, Drug Treatment Programs, Education & Prevention Programs, Health Care, Law Enforcement & Criminal Justice, and Lost Tax Revenue resulting from Opioid use in the Village;

**WHEREAS**, Brennan, Manna & Diamond, LLC and Reitz, Paul & Shorr have presented their credentials and have been determined by this Council to be an appropriate choice to represent the Village's interests in the Purdue Pharma L.P. bankruptcy proceeding; and

**WHEREAS**, the Village Council wants to ratify the administration actions taken to procure and select legal representation for the Village of Windham in the Purdue Pharma L.P. bankruptcy proceedings.

**NOW, THEREFORE, BE IT RESOLVED** by the Council of the Village of Windham, County of Portage, State of Ohio, two thirds or more of its members thereto concurring that:

SECTION 1. The actions taken by the Village administration to procure and select a representation related to the Purdue Pharma, L.P. bankruptcy claims are hereby ratified, confirmed and approved. The Council expressly ratifies the actions taken to approve the Contract for Legal Services to be provided by Brennan, Manna & Diamond LLC and Reitz, Paul & Shorr on behalf of the Village of Windham.

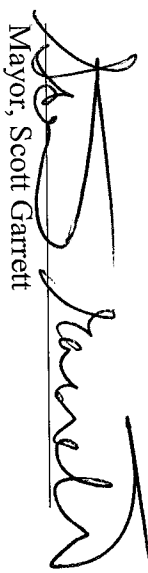
SECTION 2. The Mayor and the Fiscal Officer are authorized to accept and execute the Contract for Legal Services to be provided by Brennan, Manna & Diamond LLC and Reitz, Paul & Shorr on behalf of the Village of Windham, substantially in conformity with the attached Exhibit A.

SECTION 3. It is found and determined that all formal actions of this Council concerning and relating to the adoption of this Ordinance were adopted in an open meeting of this Council and that the deliberations of the Council and any of its committees that resulted in such formal action were in meetings open to the public in compliance with all legal requirements including Section 121.22 of the Revised Code of the State of Ohio.

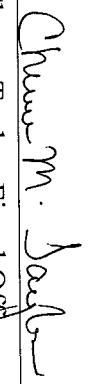
SECTION 4. This Resolution is hereby declared to be an emergency measure necessary to preserve the public health, safety, morals and general welfare of the inhabitants of the Village and for the further reason that it is essential that the Village Council authorize the Contract for Legal Services necessary to protect the Village's interests in the pending Purdue Pharma bankruptcy proceedings for which reason this Resolution shall go into full force and effect immediately upon its passage by two-thirds (2/3's) of the members of Council.

Passed as an emergency this 22nd day of September 2020.


Vote of Council:      Ayes: 6  
                                     Nays: 0

  
Mayor, Scott Garrett

ATTEST:

  
Cheree Taylor, Fiscal Officer

Approved as to Form:

  
Thomas Reitz, Solicitor



LISTEN. SOLVE. EMPOWER.

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July 30, 2020

Village of Windham, Ohio  
Scott Garrett, Mayor  
9083 N. Main Street  
Windham, OH 44288

Re: Contract for Legal Services to be provided by Brennan, Manna & Diamond, LLC and Reitz, Paul & Shorr

Dear Mayor Garrett:

Thank you for selecting Brennan, Manna & Diamond, LLC and Reitz, Paul & Shorr (the "Firms") to represent you with reference to the Purdue Pharma bankruptcy. We look forward to justifying your confidence in us. This letter outlines our agreement as to the terms of our engagement.

#### **Legal Services to be Provided**

The Firms will represent you by filing a Proof of Claim against Purdue Pharma L.P. in the bankruptcy proceeding currently pending in the United States Bankruptcy Court for the Southern District of New York (Case No. 19-23649) and/or other related litigation, including any class action that may be filed. The Proof of Claim will relate to the past damages and future damages incurred by you. The Firms further agree to monitor the bankruptcy proceedings and handle all matters on behalf of you.

#### **Attorney Fees**

The attorney's fees shall be twenty percent (20%) of any funds received by you from the Purdue Pharma L.P. bankruptcy and/or other related litigation, including any class action. Please note that this is a contingency fee arrangement. We do not anticipate any out-of-pocket costs, but Brennan, Manna & Diamond, LLC will pay for the first \$500 if unanticipated costs arise. Any other out-of-pocket costs in excess of \$500 shall require your approval.

The contingent fee described in this Contract for Legal Services will be divided by the Firms as follows: Brennan, Manna & Diamond, LLC will receive 75% of the fee and Reitz, Paul & Shorr will receive 25% of the fee. This division of fees is proportionate to the services each firm expects to provide with reference to this matter.

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Scott Garrett, Mayor  
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Our representation is limited to the representation stated herein. If Brennan, Manna & Diamond, LLC is asked to provide any other representation with respect to claims against Purdue Pharma or any other matter, there shall be a separate written representation agreement.

**Attorneys Involved in Provision of Legal Services**

Donald Davis and Stephen Colecchi will be primarily responsible for this matter on behalf of Brennan, Manna & Diamond, LLC. Reitz, Paul & Shorr will assign attorneys to work on this matter as needed.

Unless you direct us otherwise in writing, all client communications on this matter will be directed to you. Additionally, you authorize us, at the conclusion of this matter, to return any and all original documentation to your office at the address set forth on this letter, unless you otherwise direct us in writing, and to dispose of copies of documents sent from you or to you after the fifth anniversary of the closing of the file on this matter.


Finally, it should be noted that no representation or guaranty of any particular outcome has been made regarding this matter. Instead, the only arrangement between us is that we will extend our best professional efforts on behalf of you.

Please understand that the formality of this letter should not be thought to be characteristic of the tone or nature of our anticipated relationship. We are required by law to provide the foregoing information to our clients in writing, and the formality of tone is the result of compliance with that requirement. We are also required to inform our clients that we currently maintain professional liability insurance coverage.

If this letter agreement meets with your approval, please indicate acceptance by dating and signing the enclosed copy of this letter and returning it to us as quickly as possible to ensure that we have your approval to begin work on your matter. We look forward to representing you.

Agreed to and accepted by the parties on the day and year first above written.

Village of Windham, Ohio

  
By: Scott Garrett  
Its: Mayor  
Date: 9/23/2020

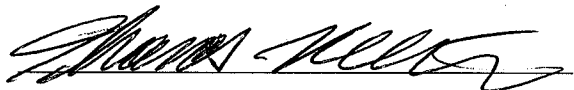
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Brennan, Manna & Diamond, LLC

\_\_\_\_\_  
Printed Name: \_\_\_\_\_

Date: \_\_\_\_\_

Reitz, Paul & Shorr



Printed Name: THOMAS REITZ

Date: 9/23/20

